



MAHANAGAR TELEPHONE NIGAM LIMITED

(A GOVERNMENT OF INDIA ENTERPRISE)

CIN L32101DL1986GOI023501

Registered and Corporate Office: Mahanagar Doorsanchar Sadan 5th Floor, 9 CGO Complex, Lodhi Road, New Delhi - 110 003. Tel: 011-24319020, Fax: 011-24324243, Website: www.mtnl.in, Email: mtnlcsc@gmail.com

MTNL/SECTT/SE/2026

February 20, 2026

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001. Scrip Code: 500108	To, National Stock Exchange of India Limited (NSE) Exchange Plaza, Plot No. C/1, G Block Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Scrip Symbol: MTNL
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SUB: COMPLIANCE OF REGULATION 30 OF SEBI (LODR) REGULATIONS, 2015- DISCLOSURE OF EVENTS OR INFORMATION – RATING GIVEN BY M/S INDIA RATINGS AND RESEARCH PVT LTD TO BONDS ISSUED BY MTNL – SUBMISSION OF PRESS RELEASE - reg

Dear Sir,

In compliance of Regulation 30 of SEBI (LODR) Regulations, 2015, this is to inform you that M/s India Ratings and Research Pvt Ltd has given its Press Release on Rating of Bonds Issued by MTNL dated February 19, 2026. Copy of aforesaid Press Release is attached herewith.

Kindly take the same on record.

Thanking You

Yours Faithfully,

RATAN MANI SUMIT
COMPANY SECRETARY

India Ratings Maintains Mahanagar Telephone Nigam's NCDs on Rating Watch with Negative Implications

Feb 19, 2026 | Telecom - Cellular & Fixed line services

India Ratings and Research (Ind-Ra) has maintained Mahanagar Telephone Nigam Limited's (MTNL) non-convertible debentures (NCDs) on Rating Watch with Negative Implications as follows:

Details of Instruments

Instrument Type	Date of Issuance	Coupon Rate	Maturity Date	Size of Issue (billion)	Rating Assigned along with Outlook/Watch	Rating Action
Non-convertible debentures*	-	-	-	INR175.71	IND AAA(CE)/Rating Watch with Negative Implications	Maintained on Rating Watch

*Details in annexure

^ Credit ratings with (CE) suffix indicate that the instruments are supported by an external explicit credit enhancement (CE). Please refer to section DISCLOSURES FOR CE RATING for additional details as per Securities Exchange Board of India's (SEBI) Master Circular.

Analytical Approach

The CE rating reflects the presence of a pre-default guarantee from the parent, government of India (GoI), along with a structured payment mechanism monitored by a third-party trustee.

Detailed Rationale of the Rating Action

Ind-Ra had placed the ratings on the Rating Watch with Negative Implications in August 2024, due to MTNL's non-adherence to the trustee administered structured payment mechanism for Series VII-D and VIII-B bonds, wherein there was a breach of T-3 trigger date. As per the structured payment mechanism, the funds should be infused in the designated account by the GoI three days prior to the due date; however, in both the instances, it was delayed by one-to-two days. There was one more instance in September 2024, wherein the T-3 trigger date was breached for Series VIII-D bonds. That being said, in all these instances, there was no delay in the servicing of debt obligations as the designated account was funded by the GoI before the due date.

Additionally, for all the subsequent interest payments, while there was a breach of T-10 days wherein MTNL did not deposit funds in the designated escrow account 10 days prior to the due date, due to liquidity challenges, and hence on T-8th day, the trustee invoked the guarantee. This was despite the GoI consistently funding the designated escrow account before T-3 trigger date. Ind-Ra is still awaiting a confirmation from the issuer on the process to be followed in the near to medium term for the upcoming bond repayments and steps to be taken to ensure adherence to the structured payment mechanism in the near to medium term. As the non-adherence to the structured payment mechanism will pose risks for a delay in serving the rated bonds, the agency intends to monitor the adherence of the payment mechanism on the bonds issued by MTNL and hence continues to keep them on rating watch.

List of Key Rating Drivers

Strengths

- Adequacy of CE structure assessment - NCD rating underpinned by GoI guarantee
- Strong operational and legal linkages with GoI

Weaknesses

- Delays in funding designated account

Detailed Description of Key Rating Drivers

Adequacy of CE Structure Assessment - NCD Rating Underpinned by GoI Guarantee: The rating continues to reflect the absolute, unconditional, and irrevocable pre-default guarantee extended by the GoI for the timely repayment of principal and interest on the rated NCDs. It is a continuing guarantee and shall remain in force and effect until the full tenure of NCDs. All payments pertaining to the servicing of bonds will be deposited into a designated trust and retention account. The account is operated through the trustee-monitored payment mechanism to ensure servicing of the bond obligations on-or-before the payment due date. A tri-patriate guarantee agreement has been signed among the Department of Telecommunications (DoT, on behalf of the President of India), debenture trustee (Beacon Trusteeship Ltd), and MTNL; wherein the GoI has to obtain all consents, approvals, and permissions necessary for enforceability of the agreement.

Strong Operational and Legal Linkages with GoI: The GoI directly owns 56.25% of MTNL and secured about 66% of MTNL's total debt (including lease liabilities) at end-9MFY26 (FY25: 71%; FYE24: about 76%) by a pre-default guarantee. Also, the GoI through administrative ministry appoints all the board of directors and key management personnel of MTNL. The company was set up by the GoI to provide telecommunication services in Delhi and Mumbai. Over

the years, the Gol has been providing various kinds of financial and non-financial support to MTNL, which is factored into the rating. However, the company continues to be classified as 'Incipient Sick Central Public Sector Enterprise' by the Gol.

Ind-Ra believes the Gol may continue to support MTNL's liquidity. However, the support mechanism would be much more need-based, measured, and gradual, rather than automatic and unconditional.

Delays in Funding Designated Account: As per the structure, MTNL has to fund the trust and retention account 10 days prior to the due date for interest payments/principal repayments. In the absence of which, the trustee can invoke the guarantee. Consequent to such invocation, the designated account had to be funded by the Gol T-3 prior to the due date.

As per the structured payment mechanism, the designated trust and retention account is to be funded by MTNL 10 calendar days i.e. (T-10) th day prior to the due date, to the tune of the interest and/or principal obligations on the bonds. However, MTNL has not been funding the same due to insufficient funds, as disclosed on the exchanges since July 2024. Hence, as per the structured payment mechanism mentioned in the debenture trustee deed, the trustee has been sending the notice of invocation of guarantee to the Gol for funding interest payments on T-8 day. There were three instances for Series VII-D, VIII-B, VIII-D, during August and September 2024, wherein there was a delay of one to two days by the Gol to fund the designated escrow account by T-3, hence the breach of the structured payment mechanism. That being said, the Gol had funded the account on these instances before the due date of payment to the bond holders, hence there was no delay in the interest payment.

Additionally, on all instances other than the three highlighted above, the Gol has been funding the designated account on or before T-3. However, Ind-Ra is still awaiting confirmation from the issuer on the process to be followed in the near to medium term for the upcoming bond repayments and steps to be taken to ensure adherence to the structured payment mechanism in the near to medium term.

Ind-Ra understands MTNL maintains an escrow account for the purpose of bond servicing with Bank of India (BoI). It remains a lien-free account, even after MTNL's loan accounts with BoI became non-performing on 4 September 2024. However, timely bond servicing continues from the escrow account following the Gol's fund infusions as per the structured mechanism.

Liquidity

Adequate; Supported by Strong Parentage: Ind-Ra believes MTNL's liquidity is supported by the trustee-controlled pre-default payment mechanism. As per the tri-patriate guarantee agreement, the liability of bond constitutes a direct and general obligation of the Gol.

The liquidity is supported by the company's issuance of INR109.1 billion bonds in FY23 and INR66.6 billion bonds in FY24. The issuances are a part of the total proposed issuances of INR176 billion as per the revival plan. NCDs are being repaid timely, also confirmed by the trustee.

Rating Sensitivities

The Rating Watch with Negative Implications indicates that rating may be either affirmed or downgraded. Ind-Ra will continue to monitor the key developments and shall resolve the watch within next six months upon (a) confirmation of funding and continued operational status of the designated account to ensure continued payments to the bondholders and (b) on receiving sustained visibility about the adherence of the structured payment mechanism on the bonds (by trustee and Gol) rated by the agency over the near to medium term.

Further delays in funding the designated account beyond the due date shall remain a key rating sensitivity.

Disclosures for CE Rating

1) Unsupported Rating

Ind-Ra has affirmed the unsupported rating at 'IND D'.

Analytical Approach: To arrive at the ratings, Ind-Ra continues to factor in MTNL's strong legal and operational linkages with MTNL's parent, Gol, which holds a 56.25% stake.

Detailed Rationale of the Rating Action

The rating reflects a consistent delay in bank debt servicing by the company.

List of Key Rating Drivers

Weaknesses

- Weak financial profile
- Default in debt servicing
- Intense competition; technological and regulatory risk
- Moderate market positioning

Strengths

- Revival plan for MTNL

Detailed Description of Key Rating Drivers

Weak Financial Profile: MTNL's revenue declined to INR5.5 billion in 9MFY26 from INR8.2 billion in 9MFY25 (FY25: INR10.8 billion (restated)), primarily due to the decrease in the subscriber base. MTNL's debt service coverage ratio (DSCR) remained weak, due to the continued operating losses over the past few years (9MFY26: loss of INR2.4 billion; 9MFY25: loss of INR 0.7 billion; FY25: loss of INR1.0 billion (restated)). Additionally, the gross debt increased to INR347.7 billion at end-9MFY26 (FY25: INR324.4 billion). The EBITDA and gross debt numbers are as per Ind-Ra's calculations.

Default in Debt Servicing: MTNL has been categorised as NPA over non-payment of dues by all the bankers, as per the press release by the company on the exchanges and also confirmed to the agency by bankers during its banker's verification. This is due to the tight liquidity at the standalone level in Ind-Ra's view. The accounts have been freezed except transactions being continued in the designated bond escrow account.

Intense Competition; Technological and Regulatory Risk: The domestic telecom landscape has remained extremely competitive and dynamic. After witnessing a significant erosion over FY17-FY19, industry-wide average revenue per user has shown some recovery from FY20. The incumbents are likely to protect any major subscriber loss by offering attractive tariffs and better services. The industry has seen frequent changes in technologies as well as regulatory policies, which may make some investments redundant. Ind-Ra will continue to monitor the regulatory and technological landscape in the Indian telecom industry.

Moderate Market Positioning: MTNL caters to a wide range of customers through its offerings which can be broadly divided into fixed telephone line, enterprise, and mobile businesses. According to the Telecom Regulatory Authority of India, MTNL had a total wireline subscriber base of 1.5 million in Delhi and Mumbai, with a market share of 13% in Delhi as of December 2025 (March 2025: 21%; March 2024: 22%; March 2023: 25%) and 15% in Mumbai (30%, 34%, 39%). MTNL's wireline subscriber base and market share have been coming down since FY15 due to the intense competition from players offering 4G and 5G wireless services. MTNL had a rather small wireless subscriber base of 0.2 million in December 2025 (March 2025: 1.0 million; March 2024: 1.9 million; March 2023: 2.3 million).

Revival Plan for MTNL: In July 2022, the union cabinet had approved a revival plan for MTNL to make the company financially viable. A few measures are as follows:

- i. Raise long-term bonds of INR176 billion backed by a sovereign guarantee for debt repayment
- ii. A committee of secretaries is formed to recommend the way forward for the merger of Bharat Sanchar Nigam Limited (BSNL; NCDs rated at '[IND AAA\(CE\)/Stable](#)', unsupported rating: 'IND BBB'/Stable) and MTNL. The GoI would provide support of INR16 billion.
- iii. Sanctioning capex of INR225 billion for three years through equity infusions in BSNL, which includes capex of INR19 billion for MTNL as well.

As against the revival plan, the company has raised NCDs worth INR176 billion over FY23-FY24.

Liquidity

Poor: MTNL's cash flows have not been adequate to support its debt servicing. On a consolidated basis, MTNL had moderate cash levels of INR0.6 billion at end-1HFY26 (FY25: INR1.8 billion; FYE24: INR0.9 billion; FYE23: INR3.2 billion) and the average utilisation of the fund-based bank lines was around 111% for the 12 months ended January 2026. While the unguaranteed portion of debt reduced to about 34% in 9MFY26 (FY25: about 29%; FY24: about 24%; FY23: about 34%), Ind-Ra believes the liquidity at the standalone level is weak. That being said, the guaranteed debt backed by a payment structure mechanism continues to be serviced on time. The agency awaits greater visibility on the likely asset monetisation and/or support from the government to aid its liquidity position in the short-to-medium term from the management.

Rating Sensitivities

Negative: Not applicable

Positive: Timely debt servicing for at least three consecutive months could result in a positive rating action.

2) Instrument Covenants

Refer to Annexure

3) Adequacy of CE Structure

The CE rating is driven by the absolute, unconditional, and irrevocable pre-default guarantee extended by the GoI for the timely repayment of principal and interest on the rated NCDs for the full tenure. The account is operated through a trustee-monitored payment mechanism to ensure servicing of the bond obligations on-or-before the payment due date. A tri-patriate guarantee agreement has been signed between the DoT (on behalf of the President of India), trustee and MTNL; wherein the GoI has to obtain all consents, approvals and permissions as are necessary for enforceability of the agreement.

Any Other Information

Not applicable

ESG Issues

ESG Factors Minimally Relevant to Rating: Internal financial control under the financial transparency has relevance to and large impact on MTNL's credit rating. MTNL's auditors have provided a qualified opinion on its internal financial control.

Except the above, other ESG issues are credit neutral or have only a minimal credit impact on MTNL, due to either their nature or the way in which they are being managed by the entity. For more information on Ind-Ra's ESG Relevance Disclosures, please click [here](#). For answers to frequently asked questions regarding ESG Relevance Disclosures and their impact on ratings, please click [here](#).

About the Company

MTNL was incorporated by the GoI in 1986 with the aim of upgrading the quality of telecom services, expanding the telecom network, and introducing new services for India's key metros, Delhi and Mumbai. MTNL's operations span various telecom services including fixed telephone line, broadband, global system for mobile communication, internet, integrated services digital network, and leased line services.

Key Financial Indicators

Particulars*	9MFY26	FY25 (Restated)	FY24
Revenue (INR billion)	5.5	10.8	8.0
EBITDA (INR billion)	-2.4	-1.0	-4.9
EBITDA margin (%)	-44.1	-9.2	-61.1
Interest expense (INR billion)	22.5	29.2	26.9
Gross debt (INR billion)	358.5	324.4	301.4

Source: MTNL, Ind-Ra
*EBITDA and gross debt are as per Ind-Ra's calculations

Status of Non-Cooperation with previous rating agency

Not applicable

Rating History

Instrument Type	Current Rating/Outlook			Historical Rating/Outlook							
	Rating Type	Rated Limits (billion)	Rating/Outlook	20 August 2025	21 February 2025	22 August 2024	3 July 2024	11 July 2023	17 May 2023	1 November 2022	
NCDs	Long-term	INR175.71	IND AAA(CE)/Rating Watch with Negative Implications	IND AAA(CE)/Stable	IND AAA(CE)/Stable	IND AAA(CE)/Stable	IND AAA(CE)/Stable				
Unsupported rating	Long-term	-	IND D	IND D	IND D	IND D	IND D	IND B-/Stable	IND B-/Stable	IND B-/Stable	

Complexity Level of the Instruments

Instrument Type	Complexity Indicator
Non-convertible debentures	Low

For details on the complexity level of the instruments, please visit <https://www.indiaratings.co.in/complexity-indicators>.

Annexure

Annexure I: Payment Structure for Bonds

The following payment structure (wherein 'T' is assumed to be the due date for interest and/or principal payments) is envisaged for meeting obligations of the rated bonds.

Interest and/or Principal payment

Trigger Date	Action Point
(T-30)th day	The trustees to inform MTNL and the GoI in writing regarding the due date for payment of interest and/or principal amount so that the necessary arrangements could be made for meeting the interest and/or principal payment obligations on the bonds.
(T-10)th day	The designated trust and retention account is to be funded by MTNL to the tune of the interest and/or principal obligations on the bonds.
(T-8)th day	If the designated trust and retention account is not funded to the requisite extent by T-8 day, the trustees shall forthwith invoke the GoI guarantee by sending a notice of invocation to the GoI.
(T-3)th day	Last date by which the GoI shall deposit requisite funds in the designated trust and retention account as per the notice of invocation served by the trustees.

Annexure II: Covenants for Bonds

Not applicable

Annexure III:

Instrument Type	ISIN	Date of Issuance	Coupon Rate (%)	Maturity Date	Size of Issue (billion)	Rating/Rating Watch
NCD	INE153A08105	15 November 2022	8.00	15 November 2032	INR61.096	IND AAA(CE)/Rating Watch with Negative Implications
NCD	INE153A08113	1 December 2022	7.87	1 December 2032	INR27.579	IND AAA(CE)/Rating Watch with Negative Implications
NCD	INE153A08121	10 February 2023	7.78	10 February 2033	INR16.176	IND AAA(CE)/Rating Watch with Negative Implications
NCD	INE153A08139	24 February 2023	7.80	24 February 2033	INR3.615	IND AAA(CE)/Rating Watch with Negative Implications
NCD	INE153A08147	24 March 2023	7.75	24 March 2033	INR0.634	IND AAA(CE)/Rating Watch with Negative Implications
NCD	INE153A08154	20 July 2023	7.59	20 July 2033	INR24.8	IND AAA(CE)/Rating Watch with Negative Implications
NCD	INE153A08162	24 August 2023	7.61	24 August 2033	INR10.55	IND AAA(CE)/Rating Watch with Negative Implications
NCD	INE153A08170	7 November 2023	7.80	7 November 2033	INR25.7	IND AAA(CE)/Rating Watch with Negative Implications
NCD	INE153A08188	6 March 2024	7.51	6 March 2034	INR5.56	IND AAA(CE)/Rating Watch with Negative Implications
Total					INR175.71	

Source: NSDL, MTNL

Contact

Primary Analyst

Karan Shah

Senior Analyst

India Ratings and Research Pvt Ltd

Wockhardt Towers, 4th Floor, West Wing, Bandra Kurla Complex, Bandra East, Mumbai - 400051

+91 22 40356148

For queries, please contact: infogrp@indiaratings.co.in

Secondary Analyst

Priyanka Bansal

Associate Director

+91 22 4035 6148

Media Relation

Ameya Bodkhe

Marketing Manager

+91 22 40356121

About India Ratings

India Ratings and Research (Ind-Ra) is India's SEBI registered credit rating agency committed to providing India's credit markets accurate, timely and prospective credit opinions. Built on a foundation of independent thinking, rigorous analytics, and an open and balanced approach towards credit research, Ind-Ra has grown rapidly during the past decade, gaining significant market presence in India's fixed income market.

Ind-Ra currently maintains coverage of corporate issuers, financial institutions (including banks and insurance companies), finance companies, urban local bodies, and structured finance and project finance companies.

Headquartered in Mumbai, Ind-Ra has seven branch offices located in Ahmedabad, Bengaluru, Chennai, Gurugram, Hyderabad, Kolkata and Pune. Ind-Ra is recognised by the Securities and Exchange Board of India and the Reserve Bank of India.

Ind-Ra is a 100% owned subsidiary of the Fitch Group.

Solicitation Disclosures

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APPLICABLE CRITERIA AND POLICIES

Evaluating Corporate Governance

Corporate Rating Methodology

Policy for Placing Ratings on Rating Watch

Policy for Credit Enhanced (CE) Ratings

Treatment and Notching of Hybrids in Nonfinancial Corporates

Parent and Subsidiary Rating Linkage

The Rating Process

Default Recognition and Post-Default Curing Period

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